

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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ALPHAMEDICA, INC.,

Plaintiff,

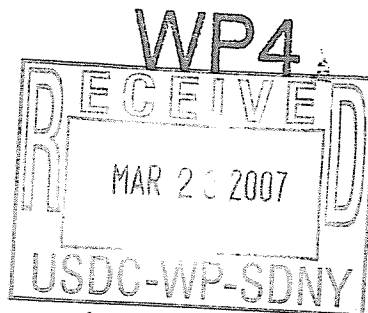
-against-

MICHAEL K. FAUST,

Defendant.  
-----x

Docket No. 07 Civ. \_\_\_\_\_

07 CIV. 2552



**NOTICE OF REMOVAL**

TO THE UNITED STATES DISTRICT COURT FOR THE  
SOUTHERN DISTRICT OF NEW YORK

1. Michael K. Faust is the defendant in the civil action brought on March 22, 2007 in the Supreme Court of the State of New York, County of Westchester, entitled *Alphamedica, Inc., Plaintiff, against Michael K. Faust, Defendant*, Index number 4887/07. Pursuant to the provisions of 28 U.S.C §§1441 and 1446, defendant removes this action to the United States District Court for the Southern District of New York, which is the judicial district in which the action is pending.

2. The grounds for removal of this action are as follows:

a. On March 22, 2007, plaintiff filed a complaint in the Supreme Court of the State of New York, County of Westchester, Index Number 4887/07.

b. There is complete diversity of citizenship between the plaintiffs and defendant in this action because:

i. The complaint alleges that plaintiff Alphamedica, Inc. is a Delaware corporation with its principal place of business in Tarrytown, New York. Plaintiff's offices are at 220 White Plains Road, Tarrytown, New York 10591.

ii. The complaint alleges, correctly, that defendant Michael K. Faust resides at 12 Ivy Lane, Upper Saddle River, New Jersey. He is thus a citizen of New Jersey.

c. The complaint purports to seek several different forms of injunctive relief in addition to unspecified amounts of damages. In support of its claims for breach of contract, the complaint alleges in ¶ 46 that Faust breached his contract by threatening to ruin AlphaMedica's business relationship with Pfizer, which "generates several million dollars a year for AlphaMedica annually;" and in ¶ 51 that "Faust's acts threaten to cause irreparable injury to AlphaMedica's key, multi-million dollar business relationships." In support of its claim for breach of fiduciary duty the complaint alleges in ¶ 62 that Faust seeks to "destroy AlphaMedica's multi-million dollar business relationship with Pfizer Inc. and Allergan Inc." Therefore, more than \$75,000, exclusive of interest and costs, is in controversy in the action.

d. Therefore, this court has original subject matter jurisdiction of this action under 28 U.S.C. §1332.

3. Removal of this case on the basis of diversity of citizenship is not precluded by the provisions of 28 U.S.C. §1441(b), because none of the parties in interest properly joined and served as a defendant is a citizen of the State of New York, the State in which the action was brought.

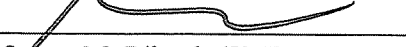
4. This Notice of Removal is timely under 28 U.S.C. §1446(b), because defendant received plaintiffs' initial pleadings in this action, their summons and complaint, on March 23, 2007, when the summons and complaint were served on defendant together with its order to show cause.

5. Copies of all state court papers served on the defendant at the time of removal,

consisting of the summons and complaint, Order to show cause with supporting affidavits, and memorandum of law, are attached hereto as Exhibit 1.

Dated: New York, New York  
March 27, 2007

**SILLER WILK LLP**

By   
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